

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
ALEXANDRIA DIVISION**

IN RE STAR SCIENTIFIC, INC.  
DERIVATIVE LITIGATION

: Lead Case No. 1:13-CV-550-AJT-JFA

This Document Relates to:

ALL ACTIONS

**DECLARATION OF ROBERT E. POKUSA  
IN SUPPORT OF NOMINAL DEFENDANT STAR SCIENTIFIC, INC.'S  
MOTION TO DISMISS OR STAY PROCEEDINGS**

I, Robert E. Pokusa, declare as follows:

1. I make this declaration in support of Nominal Defendant Star Scientific Inc.'s

Motion to Dismiss or Stay Proceedings.

2. I serve as General Counsel for Nominal Defendant Star Scientific Inc. (the

"Company"), and have been in my role since 2001.

3. Defendants Jonnie R. Williams, Sr., Paul L. Perito, Burton J. Haynes, Christopher C. Chapman, MD, Neil L. Chayet, and Ralph B. Everett (the "Old Board") served on the Company's Board of Directors from various times until December 27, 2013.

4. On December 27, 2013, the Company's stockholders elected Benjamin M. Dent, Michael J. Mullen MD (MBBS) Ph.D, Scott P. Sensenbrenner, Naomi Whittel, and Thomas L. Wilson as the Company's new members of the Board of Directors (the "New Board.")

5. Christopher C. Chapman, MD is the only holdover member on the Board and was also elected for a new one-year term at the December 27, 2013 Annual Meeting. Dr. Chapman is not participating in the New Board's deliberations regarding the above-captioned derivative action, but is represented by counsel acting on behalf of the Old Board.

6. The New Board has retained counsel to seek a stay or a dismissal of this

derivative action pending resolution of a related consolidated securities class action in order to permit the New Board to have an opportunity to fully investigate the claims in this action.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

2/3/14

  
\_\_\_\_\_  
Robert E. Pokusa

**CERTIFICATE OF SERVICE**

I hereby certify that on the 3<sup>rd</sup> day of February 2014, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which will send a notification of such filing (NEF) to the following:

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/s/ R. Scott Caulkins

R. Scott Caulkins